

Annington Guarantee Limited
(Registered Number: 3232788)

Directors' Report and Accounts
Year Ended 31 March 2002



Annington Guarantee Limited

Directors' Report For The Year Ended 31 March 2002

The directors present their report and the audited accounts of the company for year ended 31 March 2002.

The company's principal activity during the year was property development.

Results and dividends

The company has not traded during the year and has received no income and incurred no expenditure. Consequently, during the year the company has neither made a profit nor loss (2001: £nil).

No dividend is to be paid (2001: £nil).

Directors and their interests

The directors who held office during the year are given below:

JB Chambers
SC Devine
JC Hopkins

The directors had no interests in the shares of the company or any other company within Le Grand Annington Limited group.

Statement of directors' responsibilities

Company law requires the directors to prepare financial statements for each financial period which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Annington Guarantee Limited

Directors' Report For The Year Ended 31 March 2002

Auditors

The company has elected to dispense with the requirements to appoint auditors annually in accordance with Section 386. In the absence of a notice proposing that the appointment be terminated, the auditors will be deemed to be re-appointed for the next financial year.

By Order of the Board



J.B. Chambers
Secretary

25 September 2002

Independent Auditors' Report To The Members of Annington Guarantee Limited

We have audited the financial statements on pages 4 to 7 which have been prepared in accordance with the accounting policies set out on page 6.

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the annual report and the financial statements in accordance with applicable United Kingdom law and accounting standards are set out in the statement of directors' responsibilities on page 1.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards issued by the Auditing Practices Board.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the United Kingdom Companies Act. We also report to you if, in our opinion, the Directors' Report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions is not disclosed.

We read the other information contained in the Annual Report and consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements.

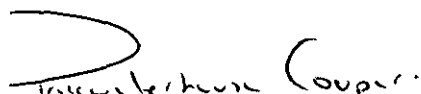
Basis of opinion

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 31 March 2002 and of its result for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



PricewaterhouseCoopers
Chartered Accountants
& Registered Auditors
Southwark Towers
32 London Bridge Street
London SE1 9SY

25 September 2002

Annington Guarantee Limited

Profit and Loss Account for the Year Ended 31 March 2002

	Note	2002 £	2001 £
Turnover		-	-
Administration Expenses		-	-
Operation Profit	2	-	-
Interest payable and similar charges		-	-
Profit on ordinary activities before taxation		-	-
Tax on loss on ordinary activities	3	-	-
Profit for the year		-	-
Dividends	4	-	-
Retained profit for the year		-	-

Although this company did not trade during the year, no operations were discontinued.

Statement Of Total Recognised Gains And Losses For The Year Ended 31 March 2002

There are no recognised gains or losses for the year.

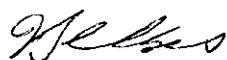
The notes on pages 6 to 7 form part of these accounts.

Annington Guarantee Limited

Balance Sheet as at 31 March 2002

	Note	31 March 2002 £	£	31 March 2001 £	£
Current assets					
Cash at bank and in hand		1		1	
Creditors - Amounts falling due within one year					
	5	-		-	
Net current assets			1		1
Total assets less current liabilities			1		1
			1		1
Capital and reserves:					
Called up share capital	6		1		1
Profit and loss account			-		-
Total equity shareholders' funds	7		1		1

Approved By The Board On 25 September 2002



J.B. Chambers
Director

The notes on pages 6 to 7 form part of these accounts.

Annington Guarantee Limited

Notes To The Accounts For The Year Ended 31 March 2002

1 Accounting policies

These financial statements are prepared under the historical cost convention and in accordance with applicable accounting standards.

2 Operating profit

	2002 £	2001 £
Operating profit is stated after charging		
Auditors' remuneration		
Audit services	-	-

3 Tax on loss on ordinary activities

	2002 £	2001 £
Taxation on the loss for the year		
UK corporation tax @ 30% (2001: 30%)	-	-
	-	-

4 Dividends

No dividend has been paid or is proposed (2001: £nil).

5 Creditors - Amounts falling due within one year

	2002 £'000	2001 £'000
Due to group undertakings	-	-
	-	-

Amounts due to group undertakings are unsecured, interest free and repayable on demand.

6 Called up share capital

	2002 £	2001 £
Authorised	1,000	1,000
Allotted and fully paid		
1 Ordinary share of £1 each - fully paid	1	1
	1	1

Annington Guarantee Limited

Notes To The Accounts For The Year Ended 31 March 2002

7 Reconciliation of movements in shareholders' funds

	2002 £	2001 £
Profit for the year	-	-
Net change in shareholders' funds	-	-
Shareholders' funds as at 1 April	1	1
Shareholder' funds as at 31 March	1	1

8 Employees

The company had no employees during the year (2001: nil).

9 Directors' emoluments

The directors of the company are all directors of Annington Homes Limited. Their emoluments for services to the group are disclosed in the consolidated accounts of that company.

10 Cash flow statement exemption

The company is a wholly owned subsidiary of Annington Homes Limited and is included in the consolidated financial statements of Annington Homes Limited which include a consolidated cash flow statement. The company has therefore elected to make use of the exemption provided in Financial Reporting Standard 1 (revised 1996) "Cash Flow Statements" not to produce its own cash flow statement.

11 Other related party transactions

The company is a wholly owned subsidiary of Annington Homes Limited and is included in the consolidated financial statements of Annington Homes Limited. The company has taken advantage of the exemption provided in Financial Reporting Standard 8 "Related Party Disclosures" not to make disclosure of transactions with other entities that are part of the group.

12 Parent company

Le Grand Annington Limited which is registered in England and Wales, is the ultimate parent company.

Consolidated financial statements for the year ended 31 March 2002 for Le Grand Annington Limited can be obtained from the Company Secretary, Windsor House, 50 Victoria Street, London SW1H 0NW.